

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MINNESOTA**

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SMARTMATIC USA CORP.,  
SMARTMATIC INTERNATIONAL  
HOLDING B.V., and SGO  
CORPORATION LIMITED,

Plaintiffs,

v.

MICHAEL J. LINDELL and MY  
PILLOW, INC.,

Defendants.

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Case No. 22-cv-0098-JMB-JFD

**DECLARATION OF TIMOTHY M. FREY IN SUPPORT OF SMARTMATIC’S  
REPLY MEMORANDUM OF LAW IN SUPPORT OF ITS MOTION TO  
EXCLUDE THE OPINION AND TESTIMONY OF BENJAMIN COTTON**

I, Timothy M. Frey, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am over the age of 18, I am competent to make this declaration, and I have personal knowledge of the facts stated herein. These facts are true to the best of my knowledge, information, and belief, and if called upon to testify as a witness, I could and would testify competently to them.

2. I am an attorney at the law firm Benesch, Friedlander, Coplan & Aronoff, LLP, and I represent Plaintiffs Smartmatic USA Corp., Smartmatic International Holding B.V., and SGO Corporation Limited (“Smartmatic”) in the above-captioned lawsuit.

3. Defendants, Michael J. Lindell and MyPillow, Inc., chose not to conduct a deposition of Smartmatic’s expert, Dr. Alan Sherman.

4. Defendants did not file a motion to exclude the opinions or testimony of Dr. Sherman in this litigation.

5. Defendants did not submit a declaration or report rebutting the September 22, 2023 expert report of Dr. Sherman.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.



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Timothy M. Frey

Executed on December 27, 2024